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24 *Attorneys for Lead Plaintiffs*

25 [Additional Counsel Appear On Signature Page]

26 UNITED STATES DISTRICT COURT
27 NORTHERN DISTRICT OF CALIFORNIA

28 In re SILICON STORAGE TECHNOLOGY,
INC., DERIVATIVE LITIGATION

Master File No. C 06-04310 JF

**STIPULATION AND [PROPOSED]
ORDER TO EXTEND TIME TO FILE
RESPONSIVE PLEADINGS**

This Document Relates To:
ALL ACTIONS.

Trial Date: None

1 WHEREAS, On May 9, 2008, Lead Plaintiffs filed their Second Amended Complaint;

2 WHEREAS, Lead Plaintiffs, nominal defendant Silicon Storage Technology, Inc. ("SST")
3 the individual defendants, and the parties in the related state action, *Alex Chuzhoy v. Bing Yeh, et*
4 *al.*, Santa Clara Case No. 106CV074026, (the "Parties") all met in Palo Alto, California on May
5 20, 2008 to participate in an all day settlement meeting in order for the Company to share
6 information with plaintiffs relating to the audit committee chair's investigation and findings and
7 the filing of the Company's restatement and to discuss the settlement of the derivative litigation;

8 WHEREAS, the Parties, the parties in a second related state action, *In re Silicon Storage*
9 *Tech. Inc. Derivative Litigation*, Santa Clara Case No. 05-CV-034387, and representatives of
10 SST's insurance carriers participated in an all day mediation with the Hon. William Cahill on July
11 31, 2008;

12 WHEREAS, the Parties and representatives of SST's insurance carriers are currently
13 engaging in further settlement discussions with the assistance of the Hon. William Cahill;

14 WHEREAS, on October 17, 2008, counsel for Defendants filed their Motions to Dismiss to
15 Lead Plaintiffs' Second Amended Complaint;

16 WHEREAS, pursuant to the Order dated October 6, 2008, Lead Plaintiffs' opposition to the
17 Motions to Dismiss is due on December 5, 2008;

18 WHEREAS, due to the prior and current settlement discussions, and the Parties' focus
19 thereon, Lead Plaintiffs have requested and Defendants have consented to an extension of two
20 weeks for Lead Plaintiffs to file their oppositions to Defendants' Motions to Dismiss;

21 WHEREAS, subject to the Court's approval, the parties stipulate as follows:

22 1) Lead Plaintiffs shall file and serve their opposition by December 19, 2008. If
23 Defendants file and serve a reply to Lead Plaintiffs' opposition, they will do so by January 21,
24 2008. The hearing on Defendants' Motions to Dismiss or other responsive pleading shall be
25 February 6, 2009 or other day as ordered by the Court.

26 2) By executing this Stipulation, the parties have not waived and expressly retain all
27 claims, defenses and arguments whether procedural, substantive or otherwise. This stipulation is
28 without prejudice to any subsequent motion to stay this action, or any objections or defenses

thereto, and this Order is entered without prejudice to the rights of any party to apply for a modification of this Order.

IT IS SO STIPULATED.

DATED: November 21, 2008

Respectfully Submitted,

WOLF HALDENSTEIN ADLER
FREEMAN & HERZ LLP
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BETSY C. MANIFOLD
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/s/
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DATED: November 21, 2008

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*Attorneys for Nominal Defendant, Silicon Storage
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DATED: November 21, 2008

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/s/
MATTHEW J. JACOBS

Attorneys for Director Defendants

DATED: November 21, 2008

HOGAN & HARTSON LLP

/s/
HOWARD S. CARO

Attorneys for Officer Defendants

ATTESTATION PURSUANT TO GENERAL ORDER 45

I, Betsy C. Manifold, attest that concurrence in the filing of this document has been obtained from the other signatory. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 21st day of November, 2008, at San Diego, California.



Betsy C. Manifold

* * *

ORDER

PURSUANT TO STIPULATION AND FOR GOOD CAUSE SHOWN HEREIN, IT IS SO ORDERED.

DATED: 11/26/08


Judge of the U.S. District Court
Honorable Jeremy Fogel

DECLARATION OF SERVICE

I, Marta Stasik , the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and a resident of the County of San Diego, over the age of 18 years, and not a party to or interested in the within action; that declarant's business address is 750 B Street, Suite 2770, San Diego, California 92101.

2. That on November 21, 2008, declarant served the STIPULATION AND [PROPOSED] ORDER TO EXTEND TIME TO FILE RESPONSIVE PLEADINGS via the CM/ECF System to the parties listed on the attached service list.

3. That there is regular communication between the parties.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 21st day of November 2008, at San Diego, California.


MARTA STASIK

SILICON STORAGE TECHNOLOGY, INC.

Service List -- November 21, 2008

Page 1

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